



MARVEL
COMICS
GROUP

12¢ 151
IND. DEC

STRANGE TALES



**NICK FURY,
AGENT OF
SHIELD**



APPROVED
BY THE
COMICS
CODE
AUTHORITY

**DOCTOR
STRANGE**



KIRBY/
STERANKO

"THE MOMENT OF.. OVERKILL!"

"Let me show YOU too, HOW TO MAKE YOURSELF ASTRONAUT -TOUGH

Inside and out...in double quick time
—OR IT WON'T COST YOU A CENT!"

says **Ben Rebhuhn**

whom experts called today's

TOP BODY BUILDING AUTHORITY

Thousands of boys and men the world over have found that my tested and proved methods can quickly, easily shape up their bodies into the lean, sleek, hard-as-a-rock condition demanded of America's spacemen. They're ready and able to do things in a big way—with the same kind of long-lasting stamina, the same tiger-quick response that astronauts need to stand up under the grueling demands of our space program.

Let me prove to YOU how in double quick time I can do the same for YOU. I'll put inches of dynamic muscles on your arms! Add inches to your chest! Broaden your shoulders! And power-pack the rest of your body—so quickly it will amaze you! My methods can give you the untiring endurance required of our astronauts. I have done it for thousands like you. Give me a fighting chance to do it for you.

Friend, dare YOU risk A DIME—10¢?

For a NEW MILLION DOLLAR HE-MAN BODY STRENGTH-POWERED with 520 MIGHTY MUSCLES? To become a STAR in ANY SPORT? A SUCCESS in EVERYTHING?

Rush to me your LAST CHANCE coupon below. — I'LL RUSH to you FREE My Professional Secrets

HOW TO GAIN UP TO 50 LBS. OF MIGHTY MUSCLES!

How to LOSE up to 50 lbs. of UGLY DANGEROUS FAT. FREE All Five 35 World-Famous PICTURE-PACKED ABC COURSES.

1. How to Develop 16 to 18½ INCH BIG ARMS Powerful to land a knock-out blow fast.
 2. How to Build a 45 to 52 INCH HEROIC CHEST Housing TIRELESS LUNGS for ENDURANCE in Work, Sports, for ATTRACTING GIRLS!
 3. How to Mold a BROAD MUSCLE-PACKED BACK and WONDER-WIDE SUPER-MAN SHOULDERS tapering to a SLIM PUNCH-PROOF WAIST.
 4. How to Develop LEGS with MARATHON ENDURANCE.
 5. How to Mold BIG MUSCULAR FOREARMS, A STEEL GRIP.
- How to Become a FEARLESS SELF-DEFENSE FIGHTER. OVERPOWERING ANY BULLY TWICE YOUR SIZE!



Let me know how to get FREE \$100 worth of Sports Self-defense Strong-man Stunts Courses Apparatus

AMERICAN BODY BUILDING CLUB, Dep. MA610 Great Neck, N.Y.
Mail me FREE all 5 WORLD FAMOUS STRENGTH TEST COURSES including PHOTO BOOK OF FAMOUS STRONG MEN once weaklings. How to Become one of them.
☐ I enclose 10¢ for mailing and handling. I am under no other obligation. I'm checking everything I need to give me the kind of body I want.
☐ I want to gain, . . . lbs. (fill in). ☐ Triple my strength ☐ I want to streamline my body, get rid of flabby fat. ☐ I want to add inches of muscle to my arms ☐ chest ☐ shoulders ☐ powerful legs
☐ Slim Waist ☐ I want to become a winning athlete
☐ I want new pep.

Name..... Age.....
DO NOT MAIL COUPON IF UNDER 14 YEARS OF AGE
Address.....
City..... State..... Zip.....

Give me Minutes a Day Learn My Time-Tested Secrets of Strength

Yes, in thrilling minutes a day, in your own room, my rapid-fire easy-as-abc methods start building you into a super-man the very first night. I'll show you how to build 18-inch arms of might, a heroic chest housing tireless lungs, wide manly shoulders, broad brawny back tapering to slender waist with punch-proof stomach muscles, legs of endless endurance.

I stand ready to show you a money back basis—that no matter how flabby or puny you are, I can do the same for you right in your own home, as I have for thousands of others like you. Through my proven secrets I bring to you life new power in you inside and out, until YOU are fully satisfied you are the man you want to be. MY TIME TESTED METHODS RE-BUILD YOU.

WHICH OF MY 181,000 PUPILS WOULD YOU LIKE TO BE?

**I GAINED 60 LBS.
OF SHAPELY MIGHTY
MUSCLES**



BEFORE
Mailing Coupon
I was a
125 lb.
6 ft.
skinny weakling



says **JOHN SILL**

I added 7 inches to MY CHEST, 3½ INCHES to EACH ARM, No. 1. You don't have to be a chicken-chested skinny weakling like I was only a few weeks ago.

**"I LOST 30 LBS.
of dangerous
UGLY FAT
4 inches off my WAIST!"**

says
Felipe Mendez

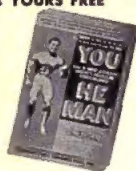
Which of these 2
ME'S is YOU?

"That 220 lb. FAT-BOY was ME a few weeks ago." Look at him NOW! I gave him MIGHTY MUSCLES, added 7 inches to his CHEST, 3 inches on each arm! No! I don't care how fat and flabby you are. All I want is minutes a day in your home to make you over by the same method.

**This AMAZING NEW BOOK in colors YOURS FREE
if you mail COUPON NOW**

I am full with 120 PHOTOS of STRONG MEN and CHAMPIONS are WEAKER than you. See their pitiful BEFORE Photos and Stories. Scores of How-to-do-it Pictures show you how YOU can quickly and easily achieve astronaut-like STRENGTH, SPEED and ENDURANCE.

Don't let this once-in-a-lifetime opportunity get away from you. Mail the coupon for all 5 world-famous picture-packed ABC courses—and amazing FREE Photo Book of Famous Strong Men. Do it NOW!



"OVERKILL!"

IN THE MYSTERIOUS CITY OF KARNOPOLIS, AT THE EDGE OF THE AGELESS, ROLLING SAHARA, A RADAR-TYPE VIEWSCREEN, OPERATED BY A TEAM OF MERCILESS, HOODED TECHNICIANS, SECRETLY REVEALS A FATEFUL SIGHT--

IT'S NICK FURY-- EXACTLY AS THE ALL-HIGH SUPREME HYDRA PREDICTED!

HE WEARS ONE OF SHIELD'S LATEST ROCKET-PACK DEVICES-- FOR SILENT AERIAL DESCENT!

IT OBVIOUSLY CONTAINS HIGH-PRESSURE AIR-- JETS...

...LIKE A SMALL, PORTABLE VERSION OF SHIELD'S ADVANCED-DESIGN HOVERCRAFT!

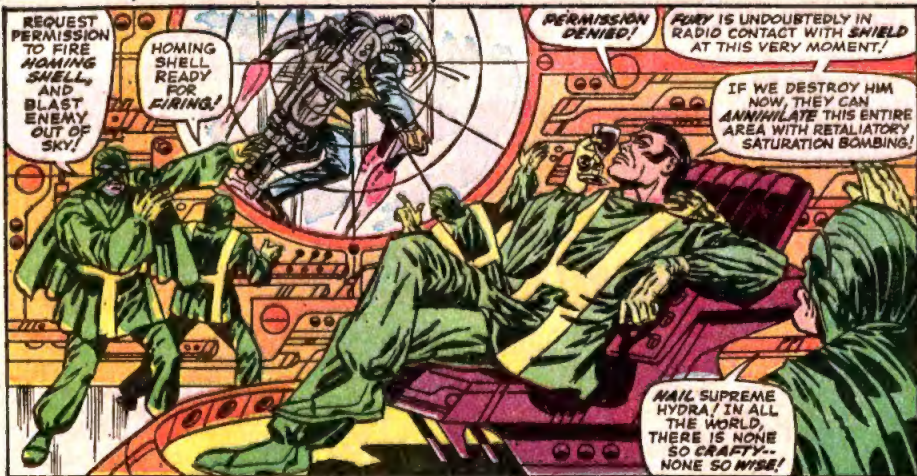
HE IS ALONE!

THE S. A. C. BOMBER WHICH DROPPED HIM IS RETURNING TO ITS BASE!

--LITTLE DREAMING THAT THIS IS THE LAST TIME HE SHALL BE SEEN--ALIVE!

DON'T YIELD!

SCRIPT: SMILIN' STAN LEE
LAYOUTS: JOLLY JACK KIRBY
ILLUSTRATIONS: JAUNTY JIM STERANKO
LETTERING: ADORABLE ARTIE SIMEK
HOOD LAUNDERING: IRATE IRVING FORBUSH
BACK SHIELD!



REQUEST
PERMISSION
TO FIRE
HOMING
SHELL,
AND
BLAST
ENEMY
OUT OF
SKY!

HOMING
SHELL
READY
FOR
FIRING!

PERMISSION
DENIED!

FURY IS UNDOUBTEDLY IN
RADIO CONTACT WITH SHIELD
AT THIS VERY MOMENT!

IF WE DESTROY HIM
NOW, THEY CAN
ANNIHILATE THIS ENTIRE
AREA WITH RETALIATORY
SATURATION BOMBING!

NAIL SUPREME
HYDRA! IN ALL
THE WORLD,
THERE IS NONE
SO CRAFTY--
NONE SO WISE!



WE SHALL ALLOW
FURY TO LAND
WITHOUT INCIDENT!
HE MUST REPORT
THAT THERE IS NO
CAUSE FOR ALARM!

AND THEN, WITH SHIELD
WALLOWING IN A SEA OF FATAL
SELF-CONFIDENCE--OF FALSE
SECURITY--HYDRA WILL
STRIKE!

FOR TOO LONG HAVE I
GRANDQUERATED AS
IMPERATOR OF THE SECRET
ORGANIZATION KNOWN AS
THEM--

THE TIME HAS FINALLY
COME FOR THE WORLD
TO TREMBLE AT MY
TRUE IDENTITY--THE
SUPREME, ALL HIGH-
HEAD OF HYDRA!



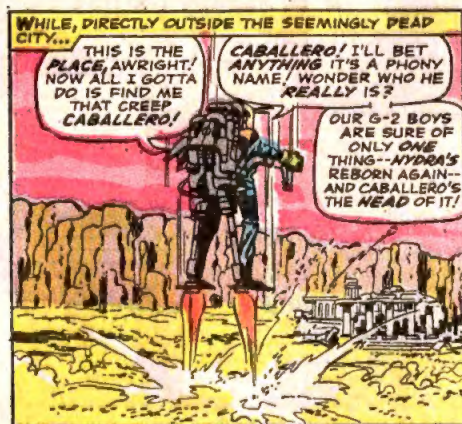
NAIL HYDRA!
IMMORTAL
HYDRA! WE
SHALL
NEVER BE
DESTROYED!

CUT OFF A LIMB,
AND TWO MORE
SHALL TAKE ITS
PLACE!

WE SERVE NONE
BUT THE
MASTER--AS
THE WORLD
SHALL SOON
SERVE US!

NAIL
HYDRA!

AND NOW,
TO YOUR
POSTS! THERE
IS STILL MUCH
TO BE DONE!

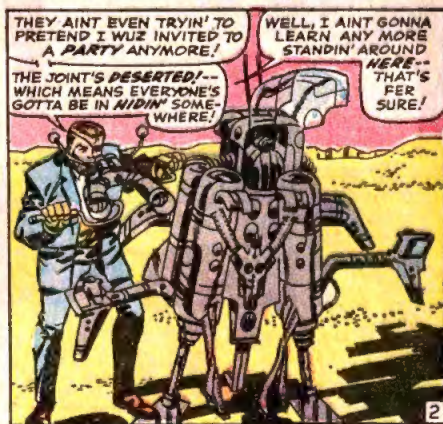


WHILE, DIRECTLY OUTSIDE THE SEEMINGLY DEAD
CITY...

THIS IS THE
PLACE, AWRIGHT!
NOW ALL I GOTTA
DO IS FIND ME
THAT CREEP
CABALLERO!

CABALLERO! I'LL BET
ANYTHING IT'S
NAME WONDER HOW HE
REALLY IS?

OUR G-2 BOYS
ARE SURE OF
ONLY ONE
THING--HYDRA'S
REBORN AGAIN--
AND CABALLERO'S
THE HEAD OF IT!



THEY AINT EVEN TRYIN' TO
PRETEND I WUZ INVITED TO
A PARTY ANYMORE!

THE JOINT'S DESERTED!--
WHICH MEANS EVERYONE'S
GOTTA BE IN HIDIN' SOME-
WHERE!

WELL, I AINT GONNA
LEARN ANY MORE
STANDIN' AROUND
HERE--
THAT'S
PER
SURE!

WATCH MARVEL SUPER-HEROES ON TV

THEN, KNOWING FULL WELL THAT HE'S WALKING STRAIGHT INTO THE MOST DEADLY, THE MOST DANGEROUS TRAP IMAGINABLE, COLONEL NICK FURY, DIRECTOR OF SHIELD, ENTERS THE LONG-DEAD CITY OF KALIMNODOLIS, WHERE EVERY SHADOW, EVERY PILLAR, EVERY CRUMBING STATUE IS A SILENT COVER FOR IMPENDING DOOM--!

THIS AINT THE KINDA PLACE I'D WANNA SPEND A FURLOUGH IN--

BUT, SEEN' AS HOW THIS AINT NO BLINKIN' FURLOUGH, IT DON'T MAKE ANY DIFFERENCE!

HEY! AM I GOIN' BATTY, OR DID I JUST SEE ONE'A THEM STATUES MOVE?

WELL, IT'S NICE T'KNOW I AINT LOSIN' MY MARBLES! THEY'RE MOVIN', AWRIGHT!

GIT BACK THERE! WHEN I WANT COMPANY I'LL ASK FER IT!

FLOK!

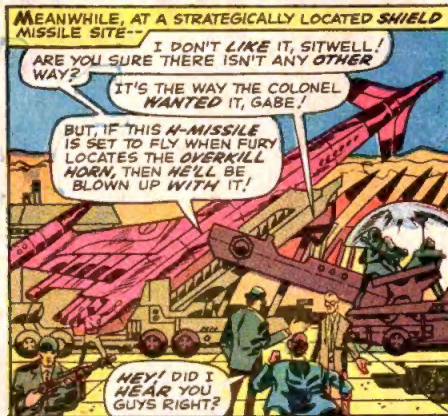
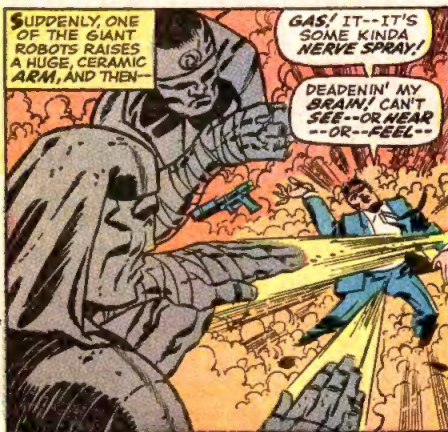
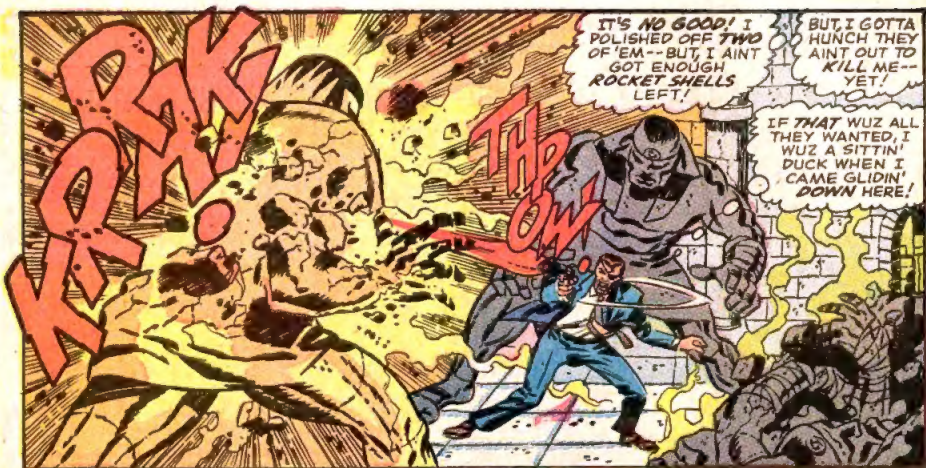
GOOD THING THIS BLASTER HAS TWO BARRELS! THE HIGH-POWERED SHELL DIDN'T EVEN SLOW 'IM UP!

SO I'LL GIVE 'IM A DOSE OF THIS ROCKET PELLET--!

IT'S GOT ENOUGH MUSCLE TO BLOW OUT THE SIDE OF A BATTLESHIP!

THPOW!

THERE *HAS*TA BE AN OUTFIT LIKE HYDRA BEHIND THIS! YA DON'T BUILD GIANT, WALKIN' ROBOT STATUES OUTTA SOAP BOXES!



MARVEL BULPEN BULLETINS • MARVEL BULPEN BULLETINS • MARVEL BULPEN BULLETINS

EARTH-SHATTERING ESSAYS, ELOQUENT EPITHETS, AND EXAGGERATED ENDORSEMENTS WHICH YOU CAN EASILY LIVE WITHOUT!

ITEM: The response to Gentleman Gene Colan's amazing artwork on DAREDEVIL was so wildly enthusiastic that we've decided to let him continue drawing D.D.'s thrillers! This will give Jazzy Johnny Romita more time to concentrate on your friendly neighborhood SPIDER-MAN, and to take a breather once in a while after drawing all those crrrrazy webs! Meanwhile, to make things easier for Gene, we've assigned the Sub-Mariner strip in this month's ASTONISH to a new bullpen luminary—and we'll be on pins and needles waiting for your opinion. There—if that isn't enough to confuse everybody, then we've goofed again!

ITEM: It looks as though Marvel really IS taking over the world! Those of you in the New York area have probably already noticed the way Channel 9 (WOR-TV) is blanketing the metropolitan zone with the Marvel message—splashing the news of our swingin' TV shows on everything from subway posters to milk cartons! (Grade A cartoons only, we hope!) We assume that a zillion other stations thruout the free world, where the Marvel madness is about to be unleashed on the home screen, are doing likewise! But, if you find that YOUR local channel isn't marching along with us, do your duty, tiger—tell 'em they won't get a no-prize!

ITEM: Our six star-studded 25¢ Specials are probably all sold out by now, but we thought we'd mention 'em again anyway, in case you wanna try to prove us flirts! For those of you who've been living in a well for the past few months, the titles are: FANTASTIC FOUR SPECIAL, SPIDER-MAN SPECIAL, THOR SPECIAL, MARVEL SUPER-HEROES SPECIAL, SGT. FURY SPECIAL, and (uh!) MILLIE THE MODEL SPECIAL! If you can still find extra copies anywhere, give yourself two extra points—and, if you buy it, go to the head of the class!

ITEM: Smilin' Stan is so delighted with the way Wild Bill Everett has been drawing Dr. Strange (in STRANGE TALES, natch), that the old hamba couldn't resist writing the newest mystical masterpiece himself. Also, for the benefit of the Johnny-Come-Latelies among you, we've included a riotous resumé of much that has gone before, to bring you up to date. So, if you wanna see how wild a yarn can be, latch onto the start of Doc's newest adventure into necromancy—like right now, hear?

ITEM: It's time for you to meet some of our behind-the-scenes big-wigs who, though rarely mentioned in our cavortin' credits, are as much a part of the Marvel mythos as Irving Forbush himself! Now pay attention—a quiz may follow! At the top of our hectic heap sits the king-of-the-hill, Merry Marty Goodman, publisher, and peerless purveyor of profound policy, pulsating plaudits, and palpable pay-checks! When he speaks, we listen! When he frowns, we tremble! When he smiles, we know that somewhere one of you has bought another Marvel mag! And, buried beneath a mountain of sales figures, we find Jovial Johnny Hayes, our circumventing circulation manager. You should see him fly into a frenzy—hurl himself into a fit of sheer hysterics—

whenever he learns of some deprived dealer who may not have received our Marvel mags on time! Wait, whom have we here? Who sits those spinning records, watching TV, fondling plastic super-hero models, inspecting sweat-shirts and bubble gum cards with equal aplomb? 'Tis none other than Cheerful Chip Goodman, master of Marvel merchandising, who darily dispenses our goodies to all the aesthetic areas beyond the printed page! But, how remiss we would be if we failed to salute Admirable Arthur Jeffrey, keeper of our MMS files, guardian of our club coupons, and defender of the faith! And what of Nifty Nancy Murphy? Shall we ever forget her soulful self-sacrifice in the face of our daily Marvel subscription list snafus? Or Delicious Doris Siegler, the most welcome sight in all of Marveldom, for it is she, our benevolent bookkeeper, who doth dole out our salaries each week! So, let us pause for a moment in silent, somber homage as we ponder the grave and momentous import of that which hath been revealed!

ITEM: Judging by your mountain of mail, we've been made painfully aware that most of you true believers have expected a battle between Subbie and ol' Green Skin in the recent issues of ASTONISH. It would have been easy for us to accomplish. We did toy with the idea. But then we decided against it—simply because it was such an obvious development. You know us—we'd rather do things the oddball way. We got a boot out of the idea of two super-powered cats being in the same area, at the same time, and NOT running into each other. It seemed to fit the usual mixed-up Marvel mold, as we saw it. However—now that we know how much you'd like Namor to tangle with our Jolly Green Glibet, we promise you this—sooner or later, somewhere, somehow, we'll DO it! But, in the meantime, send us your suggestions as to the proper artist for such an epic. Should it be Gentleman Gene? Wild Bill? Should we lessso Jolly Jack away from Asgard for a while? Or have you any other ideas? Thus do we await the thunderous voice of Marveldom! Thus do we command thee, in tones most stentorian—FACE FRONT, frantic one! The best is yet to be!



THE MIGHTY MARVEL CHECKLIST

Marvel-ous Mags On Sale Right Now!

FANTASTIC FOUR #57: Doctor Doom returns! The Inhumans get closer to freedom! The Silver Surfer reappears! We're printing thousands of extra copies for this, possibly the greatest single issue of all!

SPIDER-MAN #43: The Origin of the Rhino! More of Mary Jane Watson! One of the most high-powered hand-to-hand battle scenes ever illustrated! 'Nuff said!

AVENGERS #34: Introducing a sensationaly different type of villain! This one man has power enough to bring the mighty Avengers to the brink of defeat! And, when he meets the Wasp—look out!

X-MEN #26: A cataclysmic, catastrophic combat, as the world's most unusual fighting team battles the reincarnation of a Mayan god! And, one of the mighty mutants is gravely wounded—by a fellow X-Man! You must not miss it!

DAREDEVIL #22: A super-villain riot! New super-foes! Old super-memes! A million twists and surprises as the Man Without Fear tries to defeat a foe who can't be beaten! And, talk about action—!

THOR #134: We confidently predict that the stupefying theme of "The People Breeders" will be argued about and remembered as long as literature endures! Only Marvel would dare pit a Thunder God against—well, you'll see!

SUSPENSE #84: The most dramatic, unexpected event in the history of Iron Man! This one'll take your breath away! And, wait till you see Cap battle the Super-Adaptoid! It's pure Kirbyesque magic!

ASTONISH #86: What will the Sub-Mariner do with Warlord Krang and Lady Dorma dying before his eyes? As for the Hulk, he finally faces a foe he cannot frighten, a menace that even he cannot overcome!

SGT. FURY #36: The hard-hitting Howlers take on a trainload of Nazis in the heart of the towering Alps, as newcomer Eric Koenig must prove himself in battle—against his best friend! A categorically contemporary, controversial classic!

MARVEL COLLECTORS' ITEM CLASSICS #6: The fabulous Fantastic Four! The invincible Iron Man! The dynamic Dr. Strange! The incredible Hulk! Another block-bustin' bargain from your big-hearted bullpen!

MARVEL TALES #5: Spidey—Thor—Ant-Man—the Human Torch—the way-out, wonderful Wasp! All for 25¢—the biggest bargain since Manhattan Island!

FANTASY MASTERPIECES #5: Three more glorious Golden-Age goodies with Captain America—plus a titanic trio of yesterday's greatest fantasy sagas!



Let's meet 26 more M.M.S. members!

Raymond Lee
San Francisco, Cal.
Henry Gross
Reno Park, N. Y.

Charles Kern
Kansas, Ill.
Dickie Hoban
Fl. Worth, Tex.
Bruce Ferguson
El Paso, Tex.
Joseph Jenkins
Bossier City, La.

Gene Clark
Northville, Ky.
Randy Hartman
Columbia City, Ind.
Dennis Iverson
Minneapolis, Minn.
Gary Campbell
Versailles, Ky.

Robert Flach
Jersey City, N. J.
Mike Higgins
Brunswick, N. Y.
Gerald Kibbe
New York, N. Y.
Jimmy Calandra
Eagle Lake, Fla.

Terry Lee
Honolulu, Hawaii
O. W. Conway
New Orleans, La.
Dave Grillon
Granite, Ill.
David Johnson
Detroit, Mich.

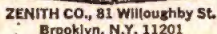
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PREHISTORIC TIMES to SPACE AGE...**

Spurs for only

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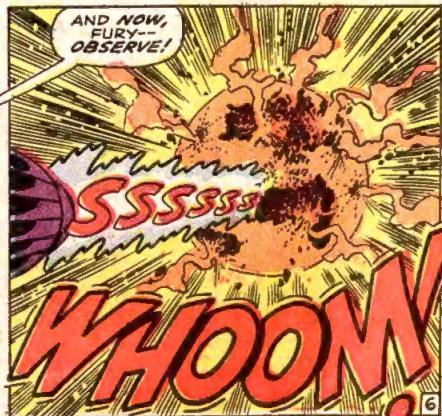
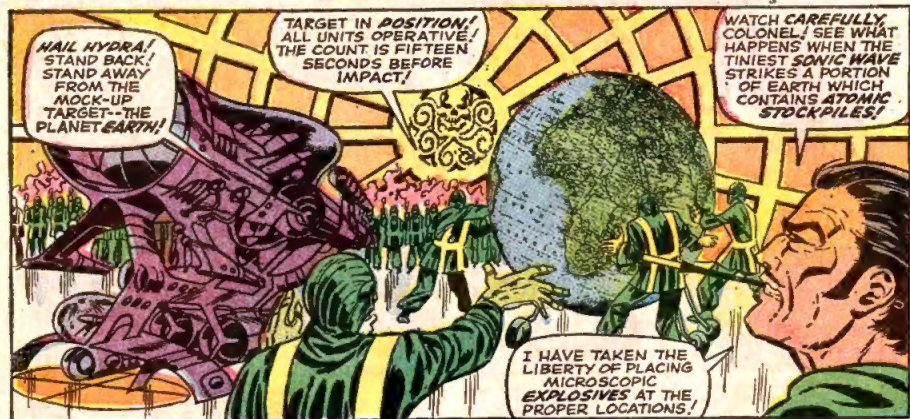
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***INCLUDE YOUR ZIP CODE FOR FASTER SERVICE.**

FULL PURCHASE PRICE OF \$1.00 REFUNDED WITH FIRST ORDER OF \$10.00 OR MORE



NATURALLY, ALL OF HYDRA WILL BE SAFELY QUARTERED IN **FALLOUT SHELTERS**. WHILE EVERY ATOMIC STOCKPILE ON EARTH IS DESTROYED!

THEN, WHEN THE AIR IS CLEAR, WE SHALL EMERGE, TO TAKE COMMAND OF ALL MANKIND!

LIKE RATS--COMIN' OUTTA THEIR ROTTEN HOLES! BUT YA'LL NEVER DO IT! **SHIELD'LL STOP YA!**

IMPOSSIBLE! YOU'RE OUR PRISONER--AND THE REAL OVERKILL HORN IS BEING READIED TO FIRE EVEN WHILE WE SPEAK!

YA'LL NEVER DO IT, HEARZ WE'LL STOP YA **SOMENOW!** SHIELD IS BIGGER'N JUST ME! **NOTHIN'** CAN LICK US!

NICK **KNEW** THE CHANCE HE WAS TAKING, DUM DUM! HE **WANTED** IT THAT WAY!

ANY ONE OF US WOULD HAVE GIVEN OUR RIGHT ARM TO GO IN HIS **STEAD**--BUT HE WOULDN'T HEAR OF IT!

C'MON--SAY SOMETHING, YOU O' **WALRUS!**

I SHOULDN'T'A LOST MY HEAD LIKE THAT, GABE! BUT--WHEN I THINK OF **FURY**--GOIN' IT ALONE THAT WAY--WITH-OUT A CHANCE OF COMIN' BACK--!

I WISH THAT'S ALL IT WAS, MISTER! HAVE YOU FORGOTTEN WHEN THIS HAPPENED **BEFORE?**

IT COULD ONLY HAVE BEEN ANOTHER GIANT **SONIC FEEDBACK!**

I DIDN'T FERGET, GABE! MEBBE I JUST DIDN'T WANNA THINK OF THE RIGHT ANSWER!!

IT'S GOTTA MEAN THEY'RE WARMIN' UP THE **OVERKILL HORN!**

WE CAN EXPECT--THE REAL THING--NEXT!

AND, AT THAT MOMENT, IN THE SHIELD **INFIRMARY**--

I HAD TO DO IT, DUM DUM! FURY WOULD HAVE **WANTED** IT THAT WAY! TELL ME--THAT YOU UNDERSTAND!

SURE! SURE! MY BUDDY WINGS ME IN THE SHOULDER, IN I'M SUPPOSED'TA UNDERSTAND! **SOME BUDDY!**

YOU'RE **LUCKY** YOUR PARTNER FIRED **FIRST**, AGENT DUGAN!

IF THE **GUARD** HAD USED HIS **MACHINE GUN** ON YOU, YOU WOULDN'T BE HERE TO COMPLAIN ABOUT IT NOW!

SUDDENLY, BEFORE DUM DUM CAN FINISH HIS SENTENCE--

FTOOM!

HEAD FER THE **HILLS**, IT'S A BLASTED **EARTHQUAKE!**

HOLD IT, DUM DUM! **SITWELL'S** TRYING TO REACH US, I MUST BE **URGENT!**

WELL, WHAT'RE WE WAITIN' ON? NO **BLAMED** **SHOULDER SCRATCH** IS GONNA KEEP ME IN BED NOW!

AGENTS **DUGAN** AND **JONES**!! REPORT TO **COMMUNICATIONS** SECTION ON THE **DOUBLE**! **CONDITION RED!**

LET'S GO!

WHILE, AT KARNAPOLIS, EVENTS BEGIN TO RACE AT ROCKET SPEED TOWARD MANKIND'S MOMENT OF AWESOME DESTINY--

HAIL HYDRA! OUR COMMAND JET IS NOW READY FOR IMMEDIATE DEPARTURE! ORDERED!

BEFORE NIGHTFALL, ALL OF EARTH WILL BE OURS!

AND NOW, BEFORE WE DEPART FOR OUR PREVIOUSLY ASSIGNED FALLOUT SHELTER, THERE IS ONE FINAL TASK TO BE PERFORMED!

STRAP COLONEL FURY TO THE TARGET POST!

THE DEATH OF NICK FURY WILL HAVE A SYMBOLIC VALUE TO THE HORDES OF HYDRA WHICH IS BEYOND CALCULATION! IN OUR HOUR OF CONQUEST, OUR MOST DANGEROUS ENEMY SHALL BE DESTROYED!

YA CAN KILL ME, MISTER-- BUT SHIELD'LL FINISH YA OFF YET!

ALL HYDRA UNITS ALERTED FOR OPERATION SHELTER!

NOT SO! WITH YOU GONE, SHIELD WILL BE LIKE A SHIP WITHOUT A RUDDER! WE'LL HAVE SMASHED THEM BEFORE THEY CAN REORGANIZE!

IF ONLY I KNEW WHO CABELLERO REALLY IS! HE'S GOTTA BE WEARIN' SOME KINDA DISGUISE-- OTHERWISE HE'D NEVER GO AROUND WITHOUT ONE O' THEM CRUMMY HOODS COVERIN' HIS HEAD!

BUT I CAN WORRY ABOUT THAT LATER-- IF THERE'LL BE A "LATER"!

IF I'M EVER GONNA MAKE A BREAK, I GOTTA DO IT NOW-- BEFORE THEY STRAP MY LEGS--

TIE HIM SECURELY! A MAN SUCH AS FURY IS DANGEROUS SO LONG AS A BREATH OF LIFE REMAINS!

AWRIGHT, YOU CRUMBS-- IF I GOTTA CASH IN, I'M GONNA TAKE PLENTY A COMPANY WITH ME!

THUD

CRACK!

STOP HIM! HE'S TRYING TO--
UNHHHH!

I AINT GOT MUCH CHANCE-- BUT IT'S BETTER'N BEIN' A SITIN' DUCK!

WAP!

SO YOU'RE THE GUYS WHO'RE GONNA TAKE OVER THE WORLD, HUH?

I'M BETTIN' YA CAN'T EVEN TAKE OVER A DOKER NAMED NICK FURY!

MY ONLY CHANCE IS TO STAY IN THE MIDDLE O' EM-- THEY CAN'T SHOOT WITHOUT HITTIN' EACH OTHER!

BOOM!

TOO MANY O' EM-- CLOSIN' IN TOO FAST! GOTTA SMASH 'EM BACK--

AWRIGHT, MISTER-- SEEN' AS HOW YA AINT DORN' ANYTHIN' COMERE! I CAN USE YA!

WHIPPPP!

BACK, YOU FOOLS-- BACK! STAND AWAY FROM HIM, SO YOU CAN USE YOUR GUNS!

CONTINUED AFTER NEXT PAGE 18

WATCH MARVEL SUPER-HEROES ON TV

FROM:

Your

Name _____

Address _____

Apt. No. _____

City _____

State _____

Zip Code _____

FIRST CLASS

PERMIT No. 589

White Plains, New York

BUSINESS REPLY MAIL

NO POSTAGE STAMP NECESSARY IF MAILED IN THE UNITED STATES

POSTAGE WILL BE PAID BY

CHEERFUL CARD COMPANY

20 Bank Street

White Plains, New York 10606

Dept. O-67

Fill in Name And Address On Reply Card Above—CUT OUT AND MAIL TODAY—No Stamp Necessary

CUT OUT
BUSINESS
REPLY
CARD
AT
RIGHT

Cut Along Dotted Line - Mail Today

Cut Along Dotted Line - Mail Today

FILL IN
AND MAIL
TODAY

No Stamp
Necessary

DO YOU NEED EXTRA MONEY?

It costs you nothing to try

\$100.00 IS YOURS

for selling only 100 boxes of our Noel Elegance Christmas Card assortment. You make \$1.00 for selling 1 box, \$2.00 for 2 boxes, \$10.00 for 10 boxes, etc. You can make a few dollars or hundreds of dollars. All you do is call on neighbors, friends and relatives anywhere in your spare time. Everyone needs and buys Christmas Cards. Cut out Business Reply Card above—mail it today—and free samples of personalized Christmas Cards and stationery—plus other leading boxes will be sent you immediately on approval for 30 day free trial. You get everything you need to start making money the day your sales kit arrives. No experience necessary.

IT COSTS YOU NOTHING TO TRY

Last year some folks made only \$25 to \$50 while others made \$150—\$250—\$500 and more selling our entire line of greeting cards. Many church groups, organizations, schools, lodges, etc. do this year after year. Everybody buys Christmas cards

**FREE
SAMPLES**
PERSONALIZED
CHRISTMAS CARDS,
STATIONERY AND
CATALOG OF
OUR ENTIRE LINE



**NOEL ELEGANCE
CHRISTMAS ASSORTMENT**
21 really different cards for
each other's pleasure



**CHRISTMAS RIFT
WRAPPING EDITION**
20 gay, colorful large
sheets plus matching
gift tags, favors



**MILY MINT
CHRISTMAS ASSORTMENT**
21 lovely, beautiful cards with
appropriate sentiments and designs
Verses An outstanding box



**TRULY BEAUTIFUL
ALL-ROUNDER ASSORTMENT**
21 beautiful, new
all-rounder
"broader" appeal



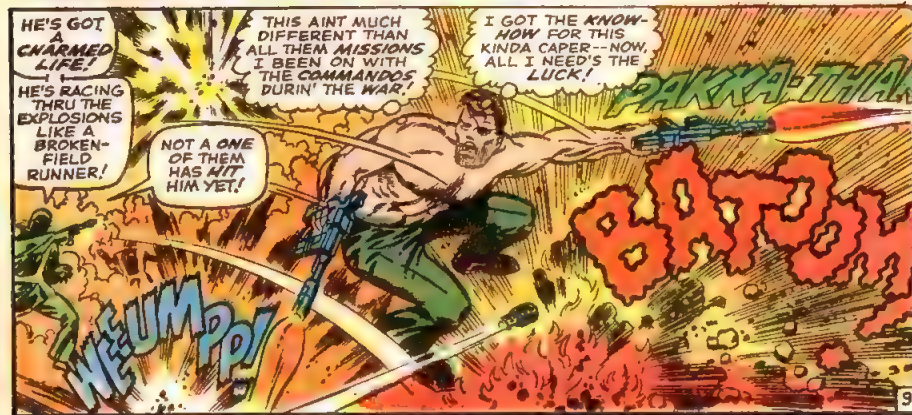
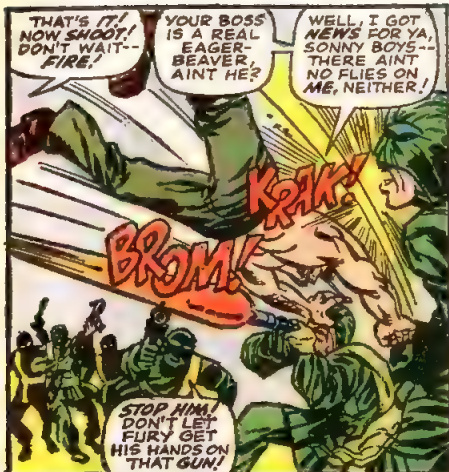
**WARM AND FRIENDLY
CHRISTMAS
ASSORTMENT**
24 gay cards with
warm, delightful, artistic
use of color, charming



**GOLDEN GAY
CHRISTMAS ASSORTMENT**
24 charming designs on rich
vibrant sheets and perfect
matching envelopes. Last Party



CHEERFUL CARD COMPANY, Dept. O-67, White Plains, New York 10606



IT'S MIGHTY NICE OF
'EM TO HAVE LEFT THE
JETS WARMIN' UP FOR
ME! WITH A LITTLE
LUCK, I'LL HAVE 'ER IN
THE AIR BEFORE THEY
CAN REACH THE HATCH
DOOR!

'N WHAT-
EVER ELSE
I MAY
THINK
OF 'IM--
CABELLERO'S
NO FOOL!

PWEEEEEE

1997-1998

THE ONLY THING
THAT STILL DON'T
SIT RIGHT IS HOW
COME I WUZ ABLE
TO PULL THIS OFF
SO BLAMED *EASY!*

**HAIL
HYDRA!
IT WENT
EXACTLY
AS
PLANNED!**

AND NOW--WILL
OUR "CASUALTIES"
PLEASE RISE?



FURY NEVER SUSPECTED WE WERE ALL FIRING **BLANKS!**

NOR THE FACT THAT EVEN OUR **GRENADES** WERE DUMMY REPLICAS --CONTAINING NOISY, BUT **HARMLESS** EXPLOSIVES!

FURY THINKS HE HAS **ESCAPED!** HE FEELS HE HAS **DEFEATED US--** AND BELIEVES HIMSELF ON HIS WAY TO WARN **SHIELD** OF OUR PLAN!

WHAT A **PITY** HE DOES NOT SUSPECT THE **FATAL TRUTH--**

--THE FACT THAT HE **HIMSELF** IS CARRYING **DOOM** AND **DEFEAT** TO THE REST OF MANKIND!

HAIL, HYDRA!

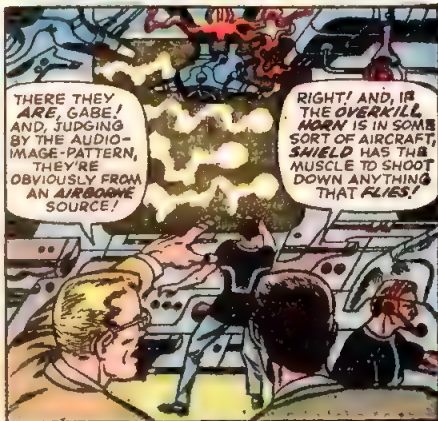
AT THAT SELF-SAME MOMENT, IN **SHIELD'S** COMMUNICATIONS ROOM--

WE'VE **DONE IT**, AGENT SITWELL! WE'VE LOCATED **TARGET O!**

HEAR THAT, GABE? WE'VE FINALLY GOTTEN A **FIX** ON THE **REAL OVERKILL HORN!**

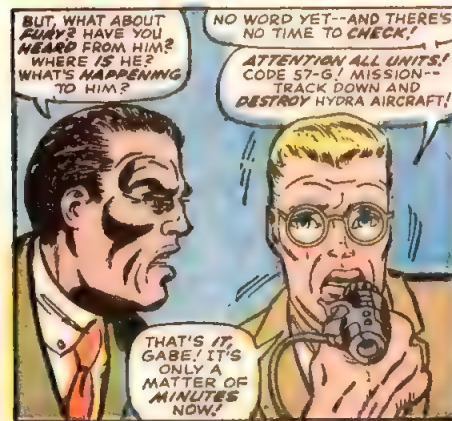
GREAT! THEN ALL WE'VE GOT TO DO IS ZERO IN AND **DEMOLISH IT!**

THERE ARE **VISUAL ECHOES** COMING IN ON THE **SOUND-SCREEN** NOW, SIR!



THERE THEY **ARE**, GABE! AND, JUDGING BY THE **AUDIO-IMAGE-PATTERN**, THEY'RE OBVIOUSLY FROM AN **AIRBORNE** SOURCE!

RIGHT! AND, IF THE **OVERKILL HORN** IS IN SOME SORT OF AIRCRAFT, **SHIELD** HAS THE MUSCLE TO SHOOT DOWN ANYTHING THAT **FLIES!**

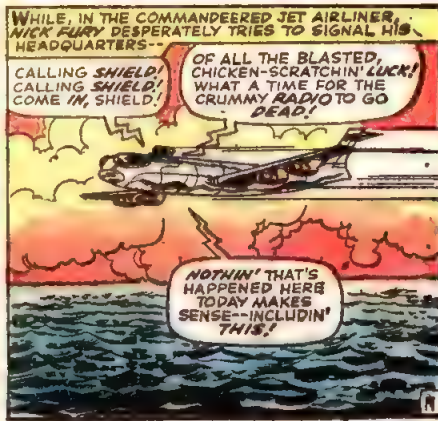


BUT, WHAT ABOUT **FURY**? HAVE YOU **HEARD** FROM HIM? WHERE IS HE? WHAT'S **HAPPENING** TO HIM?

NO WORD YET--AND THERE'S NO TIME TO **CHECK!**

ATTENTION ALL UNITS! CODE 57-G! MISSION--**TRACK DOWN AND DESTROY HYDRA AIRCRAFT!**

THAT'S IT, GABE! IT'S ONLY A MATTER OF **MINUTES** NOW!

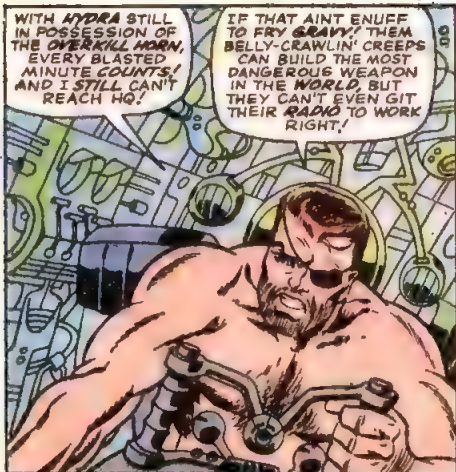


WHILE, IN THE **COMMANDEERED JET AIRLINER**, **NICK FURY** DESPERATELY TRIES TO SIGNAL HIS **HEADQUARTERS--**

CALLING **SHIELD!** CALLING **SHIELD!** COME IN, **SHIELD!**

OF ALL THE **BLASTED, CHICKEN-SCRATCHIN' LUCK!** WHAT A TIME FOR THE **CRUMMY RADIO** TO GO **DEAD!**

NOTHIN'! THAT'S HAPPENED HERE TODAY MAKES **SENSE--** INCLUDIN' **THIS!**



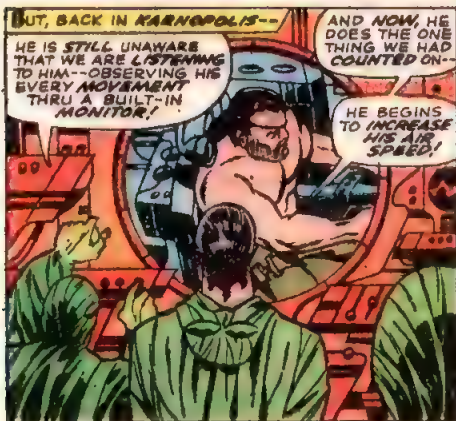
WITH HYDRA STILL IN POSSESSION OF THE OVERKILL HORN, EVERY BLASTED MINUTE COUNTS! AND I STILL CAN'T REACH HQ!

IF THAT AINT ENUFF TO FRY GRAYV! THEM BELLY-CRAWLIN' CREEPS CAN BUILD THE MOST DANGEROUS WEAPON IN THE WORLD. BUT THEY CAN'T EVEN GIT THEIR RADIO TO WORK RIGHT!



WELL, THE NECK WITH IT!

I'LL JUST OPEN THIS BABY UP WIDE, 'N GIT TO THE NEAREST S.A.C. BASE AT MAXIMUM SPEED! AFTER THAT, IT'LL ALL BE OVER BUT THE SHOUTIN'!



OUT, BACK IN KARNOPOLIS--

HE IS STILL UNAWARE THAT WE ARE LISTENING TO HIM--OBSERVING HIS EVERY MOVEMENT THRU A BUILT-IN MONITOR!

AND NOW, HE DOES THE ONE THING WE HAD COUNTED ON--

HE BEGINS TO INCREASE HIS AIR SPEED!

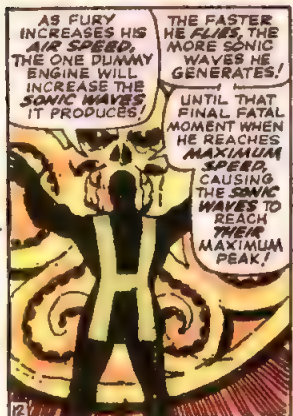


THUS, THE FINAL TRIUMPH BELONGS TO HYDRA--NOW AND FOREVER! WE HAVE OUT-FOUGHT, OUT-PLANNED, AND OUT-MANEUVERED SHIELD AT EVERY TURN!

FOR NICK FURY, ALAS, CANNOT POSSIBLY SUSPECT THAT THE OVERKILL HORN WHICH EVERY ONE SEEKS IS ACTUALLY ONE OF THE ENGINES OF THE VERY PLANE HE FLIES!

DEATH TO FURY--AND TO ALL OF SHIELD!

PATIENCE! YOUR OATH SHALL BE AN ACCOMPLISHED FACT WITHIN MINUTES!



AS FURY INCREASES HIS AIR SPEED, THE ONE DUMMY ENGINE WILL INCREASE THE SONIC WAVES IT PRODUCES!

THE FASTER HE FLIES, THE MORE SONIC WAVES HE GENERATES!

UNTIL THAT FINAL FATAL MOMENT WHEN HE REACHES MAXIMUM SPEED, CAUSING THE SONIC WAVES TO REACH THEIR MAXIMUM PEAK!



AND, IT IS THEN, CAUSED BY FURY'S OWN HAND ON THE THROTTLE, THAT THE OVERKILL HORN WILL SOUND ITS DEADLY BLAST!

HAIL HYDRA!

HAIL HYDRA!



ONLY SECONDS REMAIN--

--TILL THE DEATH OF FURY--AND SHIELD--

--AND THE BIRTH OF THE RULE OF HYDRA!

NEXT:
the POWER OF S.H.I.E.L.D.!

WATCH MARVEL SUPER-HEROES ON TV

SEE THE NEW

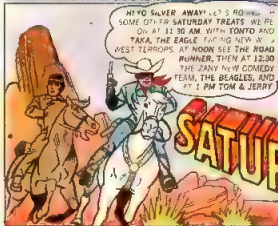
SUPER



THE SPACE GHOST WITH AN UNUSUAL YOUNG AND F.P. SPACE GHOST PATROL'S OTHER SPACE SCIENCE FICTION THRILLS AND CHILLS AT 10:30 AM.



THE IMPOSSIBLE COLEMAN FLUID MAN AND MULE MAN A ROCK AND ROLL TRIO AND SCIENCE AT THE R. INCREDIBLE POWERS AGAINST AN ARRAY OF VILLAINS MEET THE BUBBLER BRATFINK, SPONGE! SUSPENSE SWINGING MUSIC AND A LOT OF LAUGHS TOO! AT 10 AM.



SATURDAYS

HEROES

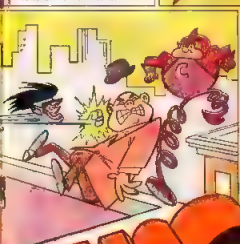
GREAT KRYPTON, KIDS! LOOK AT THE FUN AND EXCITEMENT CBS IS SENDING YOU ON SATURDAY: CAPTAIN KANGAROO AT 8 AM MIGHTY MOUSE PLAYHOUSE AT 9 ... UNDERDOG AT 9:30 ... AND AT 11 SEE MY AMAZING NEW ADVENTURES WITH SUPERBOY AND KRYPTO, THE SUPERDOG.



FRANKENSTEIN JR. THE GREATEST SUPER ROBOT OF ALL TIME COMES TO LIFE! WATCH FRANKENSTEIN JR. AND HIS PAL BUZZ BATTLES ON AGAINST THE FORCES OF EVIL MONSTERS GALORE! AT 10 AM



DINO BOY SEE DINO BOY BATTLE PREHISTORIC HORRORS IN THE MYSTERIOUS LOST VALLEY WITH UGH, THE CAVE MAN, AND BRONTY, THE BABY DINO. SAT. 10:30 AM.



ON CBS

**STARTING
SEPTEMBER 10
BRAND NEW
COLOR CARTOONS**

ALL TIMES EASTERN AND PACIFIC DAYLIGHT TIME. CHECK TELEVISION LISTINGS IN YOUR AREA.

Dr. STRANGE MASTER OF THE MYSTIC ARTS!

DO! **UMAR STRIKES!**

HEARKEN TO THESE WORDS, O TRUE BELIEVER!

AFTER AN IMPRISONMENT FOR TIME BEYOND MEASURE, **UMAR**, THE UNMENTIONABLE, SISTER OF THE DREAD DORMAMMU, IS--**FREE!**

NOW LET THE UNIVERSE TREMBLE--LET INFINITY QUAKE! SOON, ALL THAT LIVE SHALL DO MY BIDDING!

KNOWING THAT MY POWER, MY UNUTTERABLE WIZARDRY WERE FAR GREATER THAN HIS, **DORMAMMU** TRICKED ME INTO CAPTIVITY IN THE VOID BETWEEN THE WORLDS!

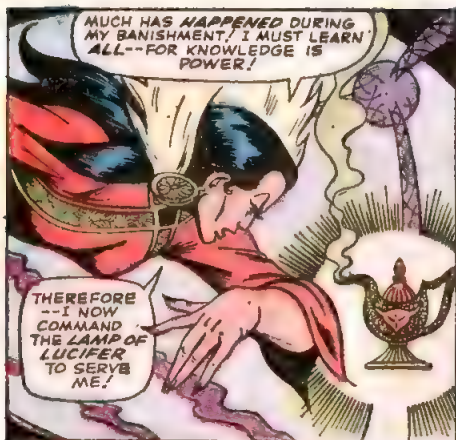
BUT, NOW MY BROTHER IS GONE--AND I SHALL SUCCEED WHERE EVEN THE DREADED ONE FAILED!

SCRIPT BY
STAN LEE,
DEFENDER OF THE FAITH!

ART BY
BILL EVERETT,
KEEPER OF THE FLAME!

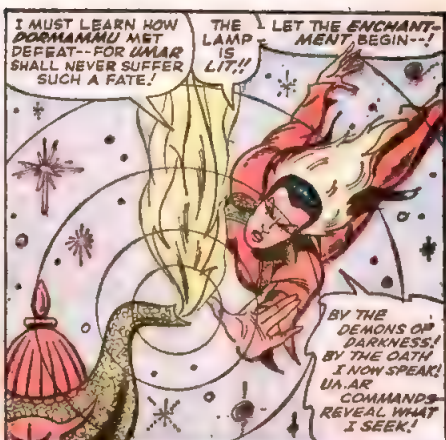
LETTERING BY
ARTIE SIMEK,
PRINTER OF THE WORD!

WATCH MARVEL SUPER-HEROES ON TV



MUCH HAS HAPPENED DURING MY BANISHMENT! I MUST LEARN ALL--FOR KNOWLEDGE IS POWER!

THEREFORE --I NOW COMMAND THE LAMP OF LUCIFER TO SERVE ME!



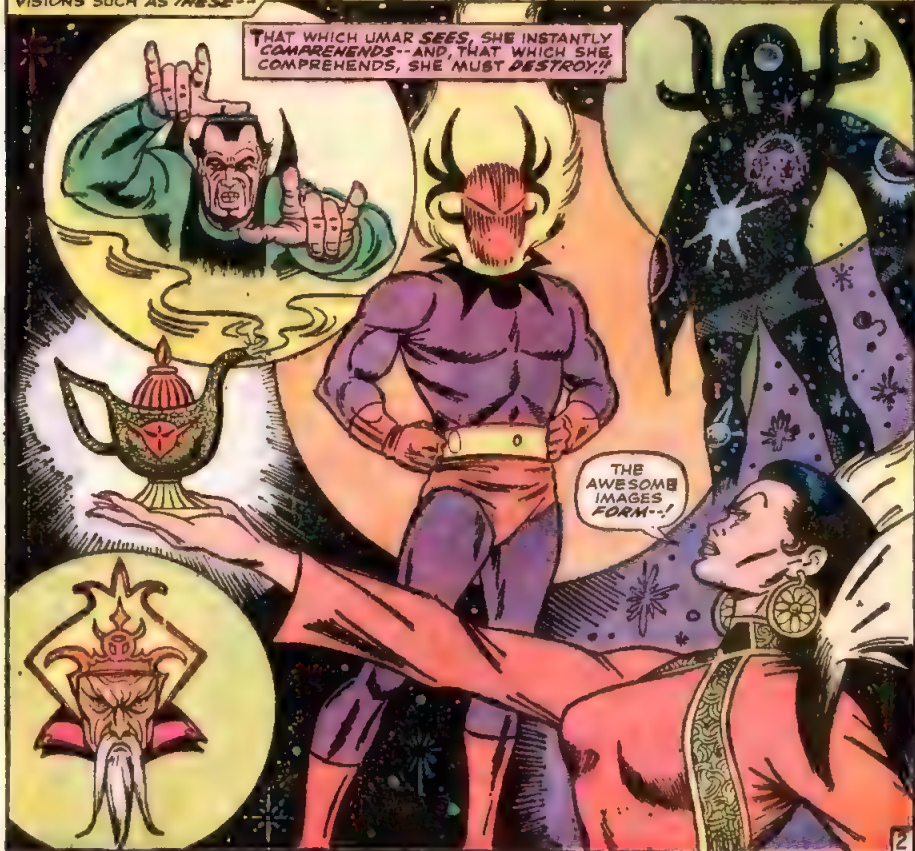
I MUST LEARN HOW DORMAMMU MET DEFEAT--FOR UMAR SHALL NEVER SUFFER SUCH A FATE!

THE LAMP IS LIT!!

LET THE ENCHANTMENT BEGIN--!

BY THE DEMONS OF DARKNESS! BY THE OATH I NOW SPEAK! U.A.R. COMMANDS REVEAL WHAT I SEEK!

MAY THE OMNIPOTENT OSHTUR FORSAKE US IF UMAR'S INCANTATION DOES NOT TRULY BRING FORTH VISIONS SUCH AS THESE--



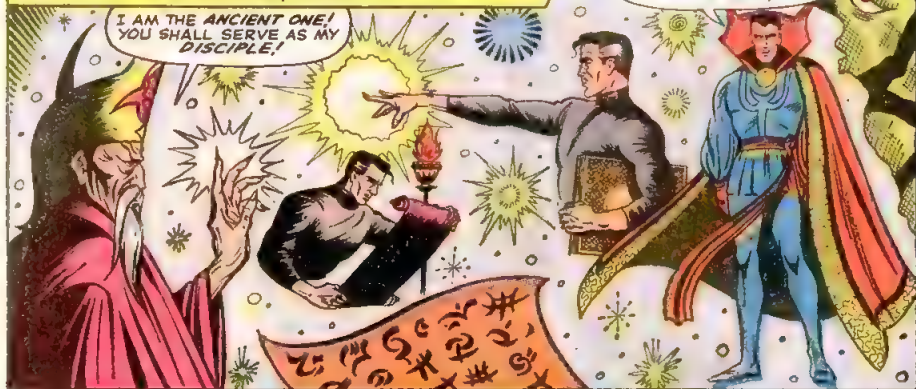
THAT WHICH UMAR SEES, SHE INSTANTLY COMPREHENDS--AND, THAT WHICH SHE COMPREHENDS, SHE MUST DESTROY!!

THE AWESOME IMAGES FORM--!

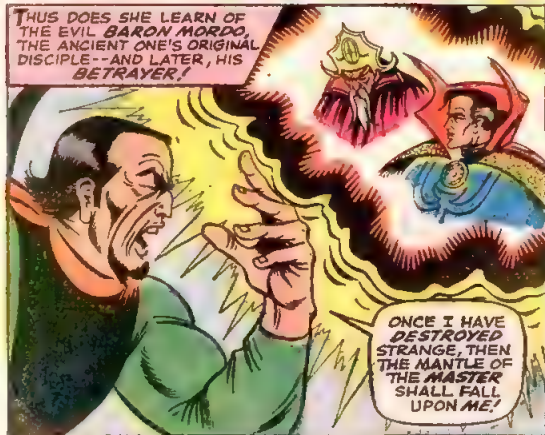
THRU THE MAGIC OF THE SHIMMERING LAMP, UMAR REACHES BACK--BACK--BACK TO THE BEGINNING--TO THE ORIGIN OF DR. STRANGE, HIMSELF!!

MAY THE HOARY HOSTS OF HOGGOOTH BE EVER AT MY SIDE!

I AM THE ANCIENT ONE!
YOU SHALL SERVE AS MY DISCIPLE!



THUS DOES SHE LEARN OF THE EVIL **BARON MORDO**, THE ANCIENT ONE'S ORIGINAL DISCIPLE--AND LATER, HIS BETRAYER!



ONCE I HAVE DESTROYED STRANGE, THEN THE MANTLE OF THE MASTER SHALL FALL UPON ME!

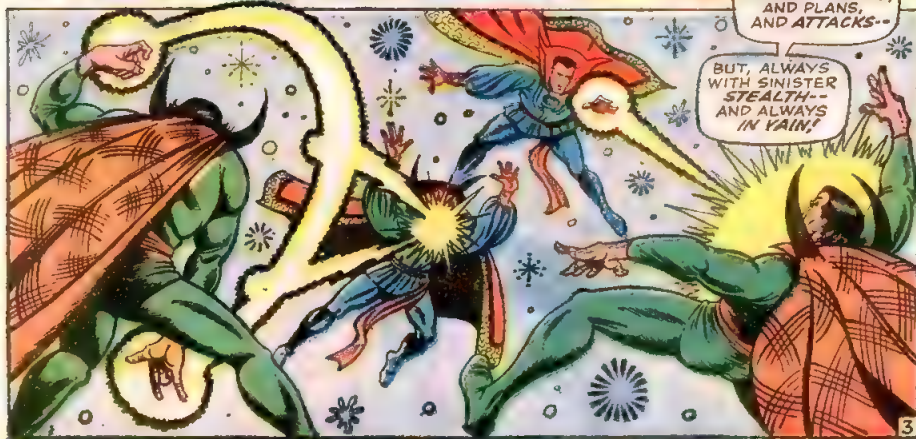
EVEN IN A SHADOWY VISION, I CAN SENSE THE POWER DR. STRANGE--AND THE COWARDICE OF MORDO!

I MUST BEHOLD MORE, FOR THERE IS MUCH MYSTERY HERE!



I SEE DEADLY BATTLE, AS MORDO SCHEMES, AND PLANS, AND ATTACKS--

BUT, ALWAYS WITH SINISTER STEALTH-- AND ALWAYS IN VAIN!



CONTINUED AFTER NEXT PAGE.

ONLY
\$1.00

THE GREEN BERET

WEAR YOUR OWN GREEN BERET

Kids, now you can wear your own GREEN BERET. Made of 100% finest quality felt the GREEN BERET offered in the ad is our own tribute to these splendid fighting men and can be yours. Fitted with its own elastic headband, it fits all sizes and gives a real dashing, exciting effect to any youngster. Adds realism and authenticity to all war games.

Now, you can be sure to be the leader of your own "special forces" when the "enemy" attacks. Makes all the other guys and gals look up to you. Only \$1.00 + 25¢ shipping charges. Simply fill out coupon below and get set for real fun and adventure.

MONEY BACK GUARANTEE

Royal Advtg. Corp.
Lynbrook, N.Y.

Dept. 748

Rush me my Green Beret at once. I understand if I am not thrilled and delighted, I may return it for prompt refund of my full purchase price.

I enclose \$1.00 + 25¢ shipping charges.

NAME _____

ADDRESS _____

CITY & STATE _____

History of GREEN BERET

The Special Forces was established in 1952. Every Special Forces man is a fine paratrooper and in addition specialized in at least two of the following: demolition, communication, medic, language, or engineering. All are experts in the use of conventional weapons and hand to hand combat. Their training includes boxing, wrestling, Karate and Judo. They are unsurpassed in guerrilla tactics. A GREEN BERET rests atop President Kennedy's grave along with hats of the Army, Navy and Air Force.

COIN COLLECTOR SPECIALS!

TO GAIN NEW FRIENDS FOR OUR MAILING LIST

Here's your money-saving opportunity to fill those empty spaces in your collections...or to start new series collections...or to acquire these top-value circulated coins for trading with your friends...or simply to give a really compliment-provoking gift! Order today while current stock lasts. All coins grade good or better.

LAST "COMPLETE" SILVER SET 1964

P or D mint
\$2.95 each

Each set includes uncirculated Penny, Nickel, Dime, Quarter & 1/2 Dollar. Only set minted with J.F.K. 1/2 Dollar. Philadelphia, or fast set with Denver Mint Mark (D), in clear plastic holder. Same prices for U.S. 1963 P or D minted sets with last Franklin Silver 1/2 Dollar.

Both sets in sparkling plastic holder (illus.)... \$5.50
10 Single sets, P or D \$27.95
10 Double sets \$52.50
20 Single sets \$52.50
20 Double sets \$100.00

The First LINCOLN PENNY!
Only year and coin of its kind—the 1909 - VDB cent! Designer's initials (VDB) on reverse bottom. Has shown increased investment value every year.
Only \$1.98

| | |
|---|-----------------|
| 10 Diff. Lincoln Pennies before 1928—\$1.98 | 20 Diff.—\$4.98 |
| 8 Diff. Indian Head Cents—\$2.98 | 20 Diff.—\$8.98 |
| 4 Diff. Large Pennies before 1858—\$8.95 | 6 Diff.—\$11.95 |
| 7 Diff. Liberty Head Nickels—\$2.98 | 15 Diff.—\$6.98 |
| 10 Diff. Buffalo Nickels—\$3.49 | 20 Diff.—\$7.98 |
| 6 Diff. Barber Dimes—\$2.98 | 10 Diff.—\$4.98 |
| 3 Diff. Barber Quarters—\$2.98 | 10 Diff.—\$9.98 |
| Complete Set (11) Wartime Jefferson Silver Nickels—\$3.50 | |
| Complete Set (10) Roosevelt "S" Mint Dimes—\$3.50 | |
| Brilliant Uncirculated Silver Dollars before 1899. | |

Wonderful for giving or getting. ea.—\$2.50

5 Assorted—\$9.95 10 Assorted—\$18.50 20 Assorted—\$35.00

SCARCE STEEL WARTIME PENNY SET

all 3 in holder \$1.35

IMAGINE! 1 each of the scarce wartime steel cents from Philadelphia, Denver and San Francisco, processed to a brilliant like-new look.

SPECIAL 5 sets for \$6.00 10 sets for \$10.95

SAVE MORE!

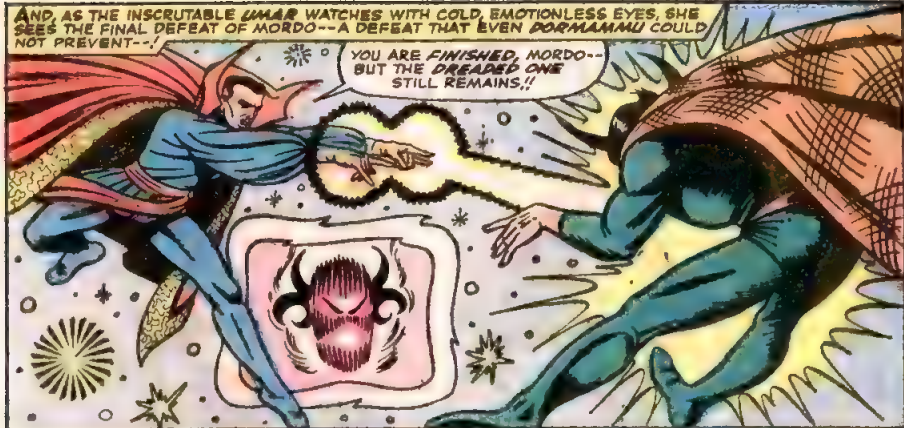
On orders over \$5 deduct 5%, over \$10 deduct 10%

All coins grade good or better. All dates of our choice. Sorry, no COD's. Satisfaction guaranteed or money refunded.

COIN WHOLESALE, Department MC-9, 29-28 41st Ave., L.I.C., N.Y. 11101

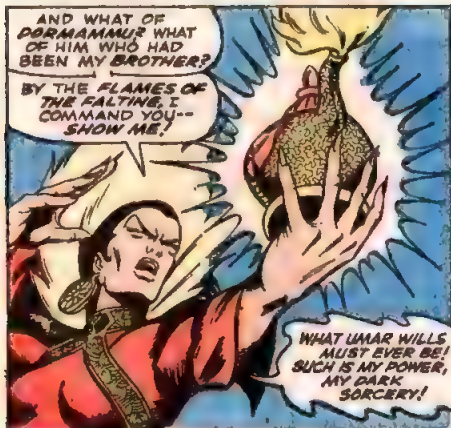
AND, AS THE INSCRUTABLE UMAR WATCHES WITH COLD, EMOTIONLESS EYES, SHE SEES THE FINAL DEFEAT OF MORDO--A DEFEAT THAT EVEN DORMAMMU COULD NOT PREVENT--!

YOU ARE *FINISHED*, MORDO--
BUT THE *DREADED ONE*
STILL REMAINS!!



AND WHAT OF
DORMAMMU? WHAT
OF HIM WHO HAD
BEEN MY BROTHER?

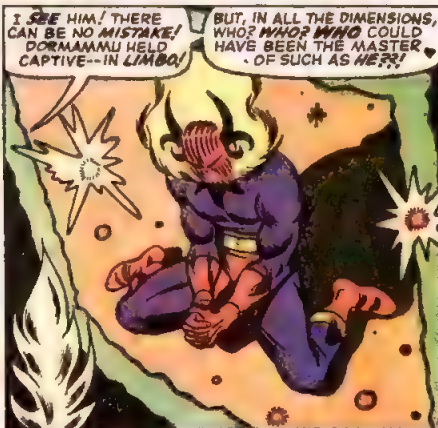
BY THE FLAMES OF
THE FALTING, I
COMMAND YOU--
SHOW ME!



WHAT UMAR WILLS
MUST EVER BE!
SUCH IS MY POWER,
MY DARK
SORCERY!

I SEE HIM! THERE
CAN BE NO MISTAKE!
DORMAMMU HELD
CAPTIVE--IN LIMBO!

BUT, IN ALL THE DIMENSIONS,
WHO? WHO? WHO COULD
HAVE BEEN THE MASTER
OF SUCH AS HE??!



ONCE MORE, IN ANSWER TO UMAR'S COMMAND, THE
MYSTIC LAMP OF LUCIFER REVEALS ANOTHER AWE-
SOME TABLEAU--

I SEE DORMAMMU--
VICTORIOUSLY STRID-
ING THE FALLEN
FORM OF THE ONE
CALLED
STRANGE!

THEREFORE, IT IS
MOST TRULY
CERTAIN THAT YON
PROSTRATE MORTAL
IS NOT THE ONE
I SEEK!

THUS, THE
TIME IS
COME TO
EXPLORE
ANOTHER
IMAGE--



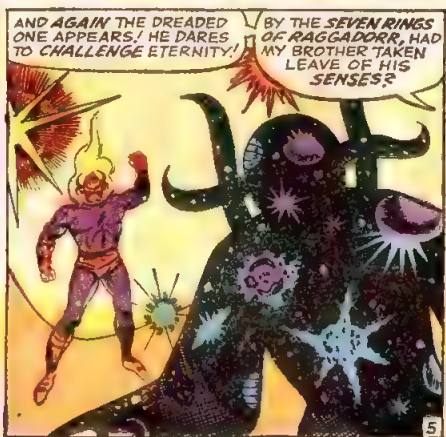
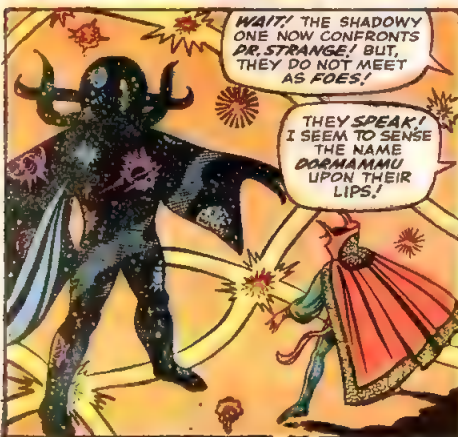
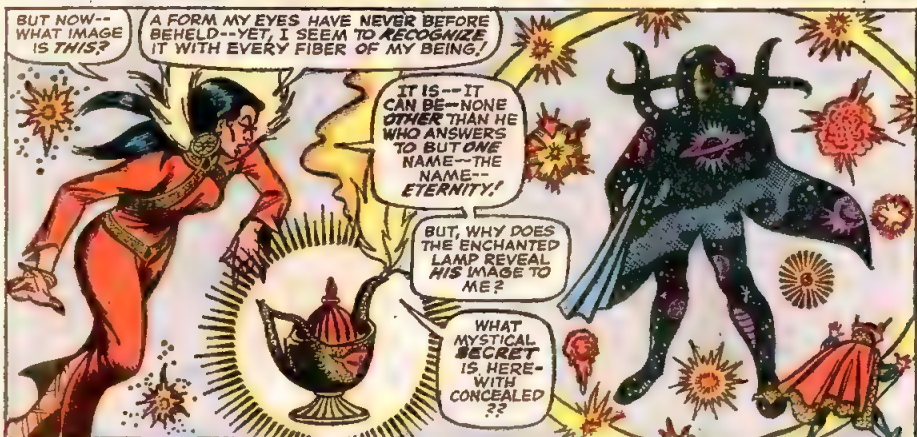
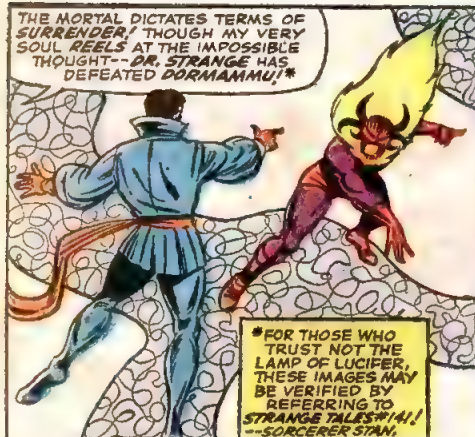
BUT--WAIT!
WHAT
MADNESS
IS THIS?!!

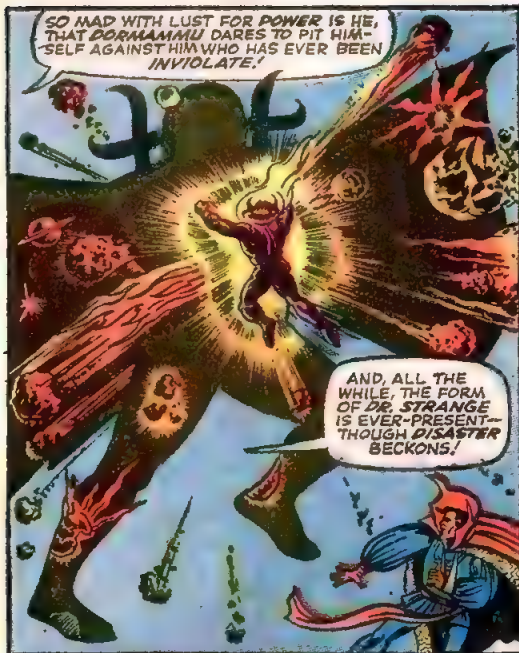
NOW 'TIS MY
BROTHER
WHO SEEMS
HELPLESS--
AT THE
HANDS OF
DR.
STRANGE!

USING YOUR
OWN WEAPONS
--FIGHTING WITH
YOUR OWN RULES
--I HAVE WON!



WATCH MARVEL SUPER-HEROES ON TV





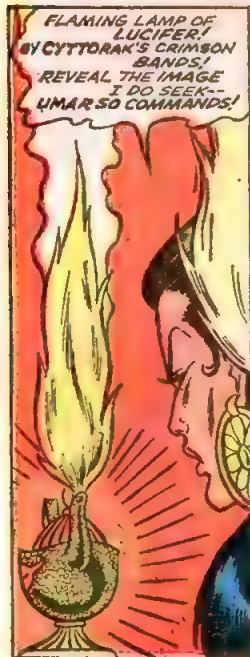
SO MAD WITH LUST FOR POWER IS HE,
THAT DORMAMMU DARES TO PIT HIM-
SELF AGAINST HIM WHO HAS EVER BEEN
INVIOLEATE!

AND, ALL THE
WHILE, THE FORM
OF DR. STRANGE
IS EVER-PRESENT--
THOUGH DISASTER
BECKONS!



IT IS AS I FEARED--THE
FINAL CATAclysm...AS BOTH
ETERNITY AND DORMAMMU
VANISH IN A BLINDING SURGE
OF INCOMPREHENSIBLE MYSTIC
FORCE!

BUT, THERE MUST
BE A LINK--
SOME LIVING BOND--
SOME CONNECTION
BETWEEN ALL THAT
HAS THUS OCCURRED
--AND DR. STRANGE!



FLAMING LAMP OF
LUCIFER!
BY CYTTORAK'S CRIMSON
BANDS!
REVEAL THE IMAGE
I DO SEEK--
UMAR SO COMMANDS!



A FORM MATERIALIZES; A NAME
IS WAFTED ACROSS MY SENSES--
THE NAME OF--CLEA!

MY BROTHER HAS
IMPRISONED HER--IN A
PLACE WHERE STRANGE
CAN NEVER ENTER!
STRANGE! THAT
ACCURSED NAME
AGAIN!

BUT HOLD!
WHAT NOW
TRANSPIRES--?



AT THE SAME INSTANT THAT THE
DREADED ONE AND ETERNITY HAVE
VANISHED, DORMAMMU'S SPELL IS
BROKEN! THE FEMALE THUS IS
FREE! FREE TO SEEK DR. STRANGE!

THERE CAN BE NO DOUBT!
'TIS STRANGE WHO IS THE
ENEMY!! 'TIS HE WHO IS THE
FINAL VICTOR!

THEREFORE,
'TIS DR. STRANGE
WHOM UMAR
MUST FIRST
LOCATE--AND
THEN MERCILESSLY
DESTROY!



BUT, WHAT OF THE MORTAL MASTER OF MYSTIC ARTS??

AH, THE ENCHANTED LAMP ONCE AGAIN SERVES ME WELL! I SEE HIM--AS HE WAS--A FEW BRIEF YESTERDAYS AGO--

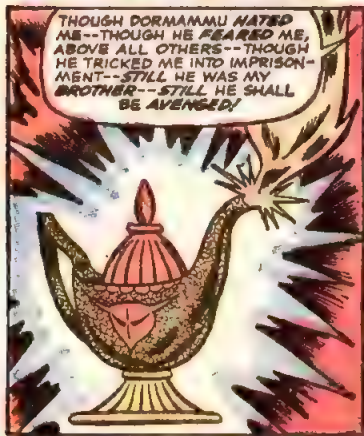
HE LEARNS THAT HIS BOOK OF THE VISHANTI HAS BEEN PURLOINED!

BUT, WHAT IS THIS? THE POWER OF DR. STRANGE IS BEYOND BELIEF!

HOW QUICKLY HE HAS FOUND THE CULPRIT--A SORCERER NAMED KALUU--AND HOW COMPLETELY HE HAS HANDED HIM!

I NEED BEHOLD NO MORE! THE MASTER MAGICIAN--THE MIGHTY DISCIPLE OF THE ACCURSED ANCIENT ONE IS THE CONQUEROR OF THE DREAD DORMAMMU!

THUS, THE QUEST IS BEFORE ME! THE OATH MUST BE STATED, THE DEED MUST BE DONE! DR. STRANGE MUST DIE--BY THE POWER OF UMAR!



THOUGH DORMAMMU HATED ME--THOUGH HE FEARED ME, ABOVE ALL OTHERS--THOUGH HE TRICKED ME INTO IMPRISONMENT--STILL HE WAS MY BROTHER--STILL HE SHALL BE AVENGED!

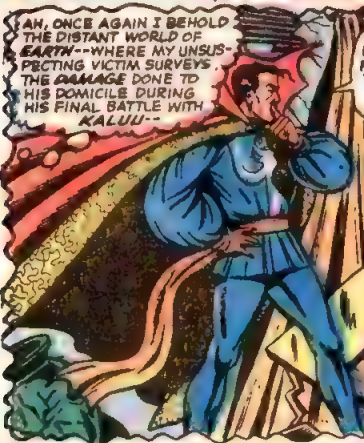
BUT, MORE THAN MERE VENGEANCE IS UMAR'S MOTIVE! FAR, FAR MORE!

I SEEK POWER ABSOLUTE! I CRAVE DOMINION OVER ALL WHO LIVE--UNCHALLENGED MASTERS OF EVERY KNOWN DIMENSION! I POSSESS THE SKILL--THE AUTHORITY--THE POWER!



YET, MY GOAL SHALL EVER ELUDE ME--SO LONG AS DR. STRANGE REMAINS ALIVE! WITH HIM DESTROYED, THERE IS NONE WHO COULD DARE OPPOSE ME!

SO, BY THE DEMONS OF THE DARK DIMENSION, I CALL UPON HIS IMAGE TO APPEAR!



AH, ONCE AGAIN I BEHOLD THE DISTANT WORLD OF EARTH--WHERE MY UNSUSPECTING VICTIM SURVEYS THE DAMAGE DONE TO HIS DOMICILE DURING HIS FINAL BATTLE WITH KALUU--

I GRANT YOU LEAVE TO ENTER, FAITHFUL MONG! WHAT MESSAGE DO YOU NOW IMPART?

MAY THE MASTER FORGIVE THIS MOST UNSEEMLY INTRUSION!

IF IT IS YOUR DESIRE TO HAVE YON SANCTUM REPAIRED, I MUST NEEDS PROFFER WORLDLY MONEY TO THOSE I WOULD SUMMON!

MONEY? YOU SPEAK TO ME OF SUCH A TRIFLE WHEN I AM ENGAGED IN REVERIE???

A THOUSAND PARDONS FROM THIS MOST UNWORTHY SERVITOR!



CONTINUED AFTER NEXT PAGE 7

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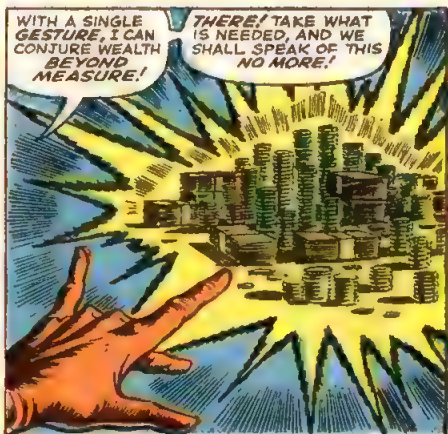
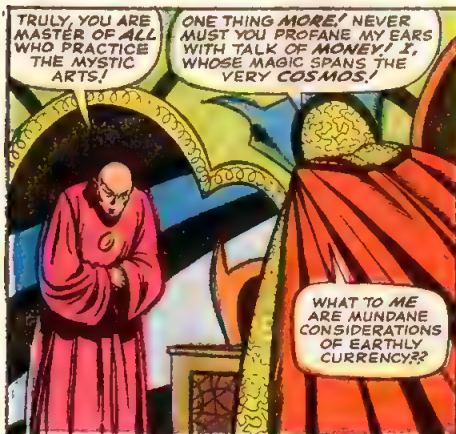
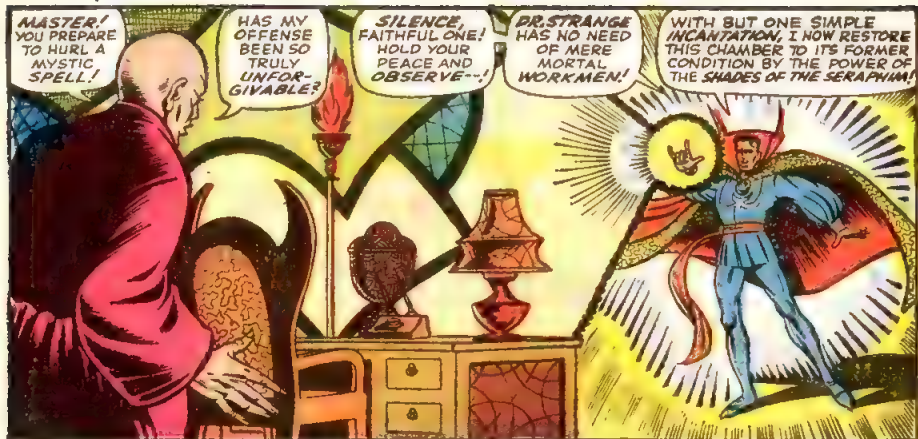
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IT COMPELS ME TO
STARE DEEP INTO
ITS SHIMMERING
LUMINESCENCE!

I DARE NOT
AVERT MY GAZE--

FOR, SURELY
SOME MESSAGE
OF GRAVE AND
MYSTIC IMPORT
AWAITS ME!

AND, AT THAT VERY MOMENT, COUNTLESS DIMENSIONS
AWAY--

I SHALL
NEED A LURE, TO
ENTICE DR. STRANGE
INTO MY TRAP!

AND WHO
CAN SERVE
ME BETTER
THAN THE
FEMALE
KNOWN AS--
CLEA!

INSTANTLY, EFFORTLESSLY,
SPURRED AND GOADED BY THE
THRUST OF A MYSTIC POWER
WHICH NO MORTAL WORDS MAY
DESCRIBE, THE HAPLESS, SILVER-
HAired FEMALE IS HURLED
INTO THE ENDLESS VACUUM--
THE FEARSOME VOID WHICH
EXISTS BETWEEN DIMENSIONS--!

ONCE AGAIN I
AM HELPESSLY
BUFFETED BY A
POWER, I CANNOT
FATHOM--A FORCE
BEYOND MY
COMPREHENSION!

BUT, FROM
WHENCE CAN
IT COME?
THE DREAD
DORMAMMU
IS GONE--NO
OTHER FOES
HAVE I!


BUT, ONE THERE IS TO WHOM EVERY LIVING BEING
IS A Foe--A MERE VICTIM TO SERVE WHATEVER
FIENDISH PURPOSE MAY BEST SUIT THE EVIL ENTITY
CALLED--UMAR--!

NOW, I SHALL PROJECT
THE FRANTIC FEARS WHICH FILL THE
FEMALE'S HEART--SENDING THEIR
ESSENCE ACROSS THE INFINITE--UNTIL
THEY REACH THEIR GOAL--

AN UNSPOKEN
SHRIEK FOR
HELP! FROM
CLEA!

THIS THEN IS WHY THE CRYSTAL HELD
MY GAZE--TO MAKE ME RECEPTIVE--
TO ALLOW ME TO SENSE THE MESSAGE,
ACROSS THE ABYSS OF COUNTLESS
DIMENSIONS!

I DARE NOT
FAIL HER! I
MUST SEEK THE
LOVELY CLEA,
THOUGH THE
VIPERS OF
VALTORR THEM-
SELVES MAY BAR
THE WAY!



NO SOONER DOES THE
THOUGHT OF RESCUE
CROSS THE MIND OF DR.
STRANGE THAN IT SEEMS TO
TRIGGER A HIDDEN IMPULSE--
AN IRRESISTIBLE SPELL WOVEN
BY THE UNCANNY UMAR--WHICH
HURLS THE MASTER SORCERER
THRU THE THIN FABRIC OF OUR
OWN DIMENSION, HURTLING
TOWARDS THE UNKNOWN MENACE
OF A NAMELESS NOWHERE....

ONLY A POWER
AS GREAT--OR
GREATER--THAN
DORMAMMU'S HIM-
SELF, COULD HAVE
STRUCK WITH SUCH
SPEED--SUCH
AWESOME FORCE!

BUT, WHATEVER
THE CHALLENGE,
I SWEAR BY ALL
THE HOARY HOSTS
OF NOGGOTH, I
SHALL CONQUER
IT--OR DIE IN THE
ATTEMPT!

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STRANGE MAILS

Dear Stan,

Shield is a constant source of amazement to me. The quality of this superb magazine has been going steadily upward since Fury's first encounter with the mysterious world of espionage. And Jasper Sitwell is the most refreshing new personality to appear in comicdom for a long time. There's just one thing bugging me — I thought one of Shield's greatest assets was that its existence was unknown to the public. What gives? Another proof of the mighty Marvel originality was exhibited when we finally saw in STRANGE TALES #148 that Kaluu could do better than the Ancient One. In other words, we saw someone greater than the greatest! Now, that's something! So, no gripes, no problems, just keep up the good work, hear?

Jeff Wieselberg, 383 Briarcliffe Rd.
Teaneck, N. J. 07666

We hear ya talkin', Jeff! But, are you sure we ever said that Shield's existence was unknown to the public? It's kinda tough to conceal something like an orbiting Heli-Carrier, for one thing! Seems to us that people know about Shield, the way that they know about the CIA—it's just our heroes' *modus operandi* that's kept so hush-hush! Okay?

Dear Stan,

In the six years that I have read comics, I've never enjoyed any as much as Marvel. No other company's publications can compare with yours. One of your greatest achievements is Shield. This is, by far, your best series. I must say, though, that your villain, the Druid, was lousy; but Them is making up for it. I can hardly wait for the next issue. In #147 a fan wrote and said he would like to see Shield fight the Russian M.G.B. and K.V.D. The Russians have no such organizations, but they have had two M.V.D.'s and the present espionage system, the K.G.B. which stands for Komitet Gosudarstvennoye Bezopasnosti, which in English is the Committee for State Security. I kid thee not. 'Nuff said!

Brock Stimson, R.R. #1
Goderich, Ont., Canada

We hope you kid us not, Brockle boy, because we wouldn't know if you are serious or not! The only thing we were ever certain about, in regard to Russia, was the correct spelling of Khrushchev's name! (And then they went and deposed him, just when we had finally memorized that it contains three k's!) By the way, pal, if you can pronounce the three words that K.G.B. stands for, you can help yourself to any no-prize in our large, air-conditioned gift-redemption no-store!

Dear Stan,

I've just finished STRANGE TALES #147 and it's great. The Shield story was your best since #145. The art, plot, and script were magnificent. You had Nick Fury at his greatest. Whatever you do, please don't change Jasper Sitwell, because he gives the stories some humor by being so grave. My brother and I think Them is the greatest thing since sliced bread. Keep them popping up after their episode in Shield is over. The Dr. Strange

story was good but a little stupid. If the building authorities let the F.F. have a huge tower loaded with a missile silo, nuclear equipment, and weird aircraft, why won't they let Dr. Strange have a few passageways and some weird scenery? Is the Ancient One 300 years old? If not, how did he know when Kaluu began his work? Well, it was a wonderful story anyway. No matter what happens, I'll always read Marvel.

John Miller, 4101 Noble St.
Zachary, La. 70791

That last sentence makes up for saying that our Dr. Strange yarn was a little stupid, Johnny! As for the Ancient One's age, we just haven't the nerve to ask him! Wouldn't you feel silly going up to a perfect stranger, and saying: "Seuse me, pops — are you three hundred years old?" — Especially when he doesn't look a day over 250!

Dear Stan,

I really enjoy STRANGE TALES! The addition of Nick Fury was a great idea, but the constant change of pencils has prevented Shield from becoming a classic. So I was overjoyed to see that Don Heck was on pencils. His marvelous style really brings Fury to life. Don't let Jasper Sitwell shove Nick out of the picture. How about showing us what happened to the other Howlers, besides Dum Dum and Gabe? Dr. Strange is rapidly becoming one of my favorites. He sort of grows on you. May I raise a point? In issue #144, Roy Thomas scripted Dr. Strange, and in #145, Dennis O'Neil (a fine Irish name!) did the scripting. Does this mean that Stan is going to retire? Are you going to flood Marvel with a staff of new writers? Anyway, your mags are better than ever, so I'll leave with the imperishable words of Irving Forbush — Make Mine Marvel!

Anthony Riche, 2 St. John's Park, Mounttown
Dun Laoghaire, Co. Dublin, Ireland

And, in the impossible words of Smilin' Stan — "What? Me retire?" By the hoary hosts of Hoggoth, Tony, our leader is just barely out of his second childhood! There isn't a chance in the world of his retiring! He may get fired, or run out of town on a rail — but retire? Cheeeee! (Besides, Rascally Roy and Diabolical Denny wouldn't let him! Smiley's the only one who knows how to spell the Crimson Bands of Cyttorak!)

NEXT ISH: This one's a real cliff-hanger! We've got about 24 hours before our next Shield yarn goes to the printer, and we still haven't figured out how to rescue Nick Fury! And, if we don't save ol' Nick, the y's no tallin' what'll happen to the rest of us when the Overkill Horn is sounded! But, if you think things are any better for Dr. Strange, forget it! At least Fury knows what dimension he's in — but our mysterious Master of the Mystic Arts is liable to end up anywhere in short, STRANGE TALES #152 will either be the best we've ever produced — or the worst! Or else it'll fall somewhere in between. Now, no matter what happens, you can't say we didn't level with you! So, join us next ish to see how we make out — we have a hunch you'll be glad you did! 'Nuff said!

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NORMAN ROCKWELL—America's most beloved artist. He is a founder and member of the Guiding Faculty of the Famous Artists Schools.

"We're looking for people who like to draw"

says **NORMAN ROCKWELL**

Today hundreds of men and women who never thought they could be artists are working at easels and drawing boards, making pictures and getting well paid for it. They all can thank a group of famous artists who have devoted much of their time and talent to helping others find success in art.

Some of the People the Famous Artists Have Helped

Carl Koch was an 18 year old apprentice in a Chicago art studio when he enrolled. Today he prepares ads for such companies as General Motors and Firestone—has won five gold medals.

Howard Sanden of Minneapolis took the Course while still in high school. He is now a successful artist—last year he and his wife traveled through Europe and the Middle East on important art assignments.

Paul Sullivan enrolled at 14. His Famous Artists training helped him work his way through college.

Stan Bowen, father of three children, was trapped in a dull, low-paying job. By studying with FAS he

became a sought-after illustrator, has opened his own studio.

With Famous Artists training Rosemary Roberts was hired by a top department store as an artist—with a big chance to advance.

Oregon housewife Helen Tryk lives 150 miles from the nearest big city. But she does fashion illustration, has her own studio, runs an art workshop, does portraits.

A Plan to Help Others

It started over 18 years ago when a group of America's most successful artists—men like Albert Dorne, Norman Rockwell, Jon Whitcomb, Al Parker and Stevan Dohanos—met in New York City. They knew that all over America there were people who liked to draw who could be turned

into good artists. Albert Dorne asked, "Why can't we give these people the training they need—including all the trade secrets and know-how we've learned over the years?"

He suggested a new kind of art school—a home study art school—that would give talented people the best professional art training, no matter where they live.

The famous artists agreed. Taking time from their busy careers, they created a remarkable series of art lessons covering every aspect of drawing and painting. They illustrated their lessons with over 5,000 "here's-how" illustrations. The lessons start from scratch and cover every skill a top artist needs. Finally, they developed a wonderful way to give each student personal correction and advice all through his training.

The famous artists with the School are not surprised at the success of their students. The opportunities open to successful artists today are enormous. The School continually gets calls from all over the country asking for practical well-trained students—not geniuses—who can step into full-time or part-time art jobs. And practical, thorough training is what the School offers.

Famous Artists Talent Test

To find others with art talent worth developing, the Famous Artists created a 12-page talent test. Thousands paid to take this test, but now the School offers and grades it free. Men and women who do well on the test—or offer other evidence of art talent—may enroll in the School. But there's no obligation. Simply mail the coupon below.

Famous Artists Schools Studio 5149, Westport, Conn.

I would like to find out whether I have art talent worth developing. Please send me, without obligation, your Famous Artists Talent Test and information about your courses.

Mr. }
Mrs. } Age _____
Miss }
◀ Circle one and please print

Street _____

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State _____ Zip (if known) _____

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